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MAY 30 2006

PUBLIC SERVICE
COMMISSION

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May 30, 2006

HAND DELIVERED

Ms. Beth O'Donnell
Executive Director
Public Service Commission of Kentucky
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Frankfort, Kentucky 40602-0615

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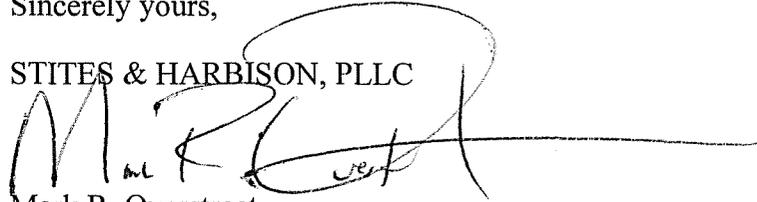
RE: P.S.C. Case No. 2005-00534

Dear Beth:

Enclosed please find the Agreement To Be Bound bearing Mr. Gardner's original signature. Copies were filed with Commission and served on counsel of record on May 26, 2006.

Sincerely yours,

STITES & HARBISON, PLLC


Mark R. Overstreet

Enclosure

cc: Amy E. Dougherty
Counsel of Record

KE242:000KE:14195:1:FRANKFORT

COUNSEL OF RECORD

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COUNTY OF PULASKI)
)
STATE OF ARKANSAS)

ACKNOWLEDGMENT

Before me, the Undersigned Authority, on this 25th day of May 2006, personally appeared Jeffery Gardner, who, upon being by me duly sworn on oath deposed and stated as follows:

My name is Jeffery Gardner, and I am the President and Chief Executive Officer of Windstream Corporation, which is the entity resulting from the merger of Alltel Corporation's separated wireline business and Valor Communications Group, Inc. In this capacity, I am authorized to issue this Acknowledgement on behalf of the Joint Applicants in the matter of the Application for Approval of the Transfer of Control of Alltel Kentucky, Inc. and Kentucky Alltel, Inc. (Case No. 2005-00534). **In compliance with the Commission's Order on May 23, 2006 in the referenced proceeding, Joint Applicants hereby acknowledge their agreement to be bound by each of the conditions set forth in the Order.**

Further, Affiant sayeth not.



Jeffery Gardner
President and CEO - Windstream Communications

SWORN AND SUBSCRIBED TO BEFORE me this 25th day of May 2006, to certify which witness my hand.



Notary Public

My Commission Expires:

September 1, 2011

